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10 Portland, OR 97204-2099

11 Attorneys for Debtors

12
13 UNITED STATES BANKRUPTCY COURT

14 DISTRICT OF OREGON

15 In re

16 Wall to Wall Tile & Stone, LLC (TIN 9732),
17 Wall to Wall Tile & Stone-Oregon LLC
18 (TIN 1863), and Wall to Wall Tile & Stone-
Idaho LLC (TIN 9431),

19 Debtors.

Case No. 19-32600-dwh11

LEAD CASE

(Jointly Administered with Case
Nos. 19-32599-dwh11 and
19-32603-dwh11)

**DEBTORS' CASE MANAGEMENT
CONFERENCE DOCUMENTS**

20
21 Pursuant to the Order Scheduling Case Management Conference dated July 25,
22 2019 [ECF No. 53], attached hereto are the following documents:

23 1. Debtors' consolidated financial projections for the upcoming 120 days are
24 attached as **Exhibit 1**.

2. Debtors' consolidated financial statements for the years ended December 31, 2016, December 31, 2017, and December 31, 2018, as well as consolidated financial statements for the current year through July 31, 2019, are attached as **Exhibit 2**.

3. Debtors' revenue from July 16, 2019 to August 9, 2019 was \$1,554,639.85, and total post-petition expenses, excluding bankruptcy-related professional fees, were \$2,687,897.04, of which, as of August 9, 2019, \$2,588,178.03 has been paid and \$99,719.01 is unpaid.

4. Debtors anticipate incurring professional fees for (a) their bankruptcy attorneys, Tonkon Torp LLP ("Tonkon Torp"); (b) their financial consultants, Edward Hostmann, Inc. ("EHI"); and (c) their accountants, Bennington & Moshofsky, P.C. ("Bennington & Moshofsky"). An official committee of unsecured creditors (the "Committee") was appointed in Debtors' cases on July 26, 2019. Tonkon Torp, EHI, and Bennington & Moshofsky estimate their fees as follows:

	Month						
Professional	July/August	September	October	November	December	January	Total
Tonkon Torp	\$110,000	\$60,000	\$50,000	\$40,000	\$20,000	\$20,000	\$300,000
EHI	\$100,000	\$60,000	\$50,000	\$40,000	\$20,000	\$20,000	\$290,000
Bennington Moshofsky	\$25,000	\$15,000	\$12,000	\$12,000	\$12,000	\$12,000	\$88,000

DATED this 13th day of August, 2019.

TONKON TORP LLP

By /s/ Albert N. Kennedy

Albert N. Kennedy, OSB NO. 821429

Timothy J. Conway, OSB No. 851752

Michael W. Fletcher, OSB No. 010448

Ava L. Schoen, OSB No. 044072

Attorneys for Debtors

EXHIBIT 1

Wall to Wall Tile and Stone, LLC

ESTIMATED CASH FLOW FORECAST POST-PETITION

120 Day Forecast - August 20th

For the weeks ending:

	8/25/2019	9/1/2019	9/8/2019	9/15/2019	9/22/2019	9/29/2019	10/6/2019
DAY/WEEK #:	WEEK 1	WEEK 2	WEEK 3	WEEK 4	WEEK 5	WEEK 6	WEEK 7
DATE:	PROJECTED	PROJECTED	PROJECTED	PROJECTED	PROJECTED	PROJECTED	PROJECTED
Sales	662,927	662,927	565,934	707,418	707,418	707,418	655,599
Beginning Cash Balance	200,000	53,382	8,863	11,694	451,608	42,117	213,619
Cash Receipts	814,912	514,912	885,586	894,952	585,586	585,586	893,641
Cash Disbursements	(961,530)	(559,431)	(882,755)	(455,038)	(995,076)	(414,084)	(1,038,058)
Ending Cash Balance	53,382	8,863	11,694	451,608	42,117	213,619	69,202
CASH RECEIPTS:							
Accounts Receivable	514,912	514,912	585,586	894,952	585,586	585,586	593,641
Post-petition Financing	300,000	-	300,000	-	-	-	300,000
TOTAL CASH RECEIPTS	814,912	514,912	885,586	894,952	585,586	585,586	893,641
CASH DISBURSEMENTS:							
COST OF GOODS SOLD:							
MATERIAL PURCHASES	265,171	226,374	282,967	282,967	282,967	262,239	257,058
TOTAL COST OF GOODS SOLD	265,171	226,374	282,967	282,967	282,967	262,239	257,058
OPERATING COSTS:							
PAYROLL, PAYROLL TAXES, PAYROLL FEES	539,938	-	539,938	-	539,938	-	539,938
INSURANCE - W/C & HEALTH 715X		66,100		8,900		65,000	1,100
VEHICLE 721X	11,500	11,500	11,500	11,500	11,500	11,500	11,500
SUPPLIES 723X	25,000	25,000	25,000	25,000	25,000	25,000	25,000
INSURANCE - PROPERTY/LIABILITY	-	-	-	38,093	-	-	-
FF&E LEASE/RENTAL 7241	-	3,000	-	-	-	3,000	-
FF&E NON-CAP, R&M 7243, 7246	3,800	3,800	3,800	3,800	3,800	3,800	3,800
CUSTOMER SITE OVERHEAD 726X	1,500	1,500	1,500	1,500	1,500	1,500	1,500
LANDING COSTS - FOREIGN SERVICES 729X	6,000	6,000	6,000	6,000	6,000	6,000	6,000
FACILITY RENT & CAM's 731X		100,492		18,214			100,492
FACILITY REPAIR & MAINTENANCE 732X	400	400	400	400	400	400	400
UTILITIES 735X	-	-	-	-	13,500	-	-
FACILITY SERVICES 736X	27,200	-	-	-	27,200	-	-
TAXES, FEES, LICENSES	25,500	500	500	500	25,500	500	500
TRAVEL, M&E	-	12,500	-	12,500	-	12,500	-
COMMUNICATION 742X	-	-	-	13,500	-	-	-
POSTAGE & DELIVERY 743X	575	575	575	575	575	575	575
CREDIT CARD MERCHANT FEES 7441	-	-	-	8,500	-	-	-
OUTSIDE SERVICES 745X	425	1,675	425	1,675	2,675	1,675	425
EMPLOYEE TRAINING, CONFERENCES, DUES & SUBSCRIPTIONS 746X	150	150	150	150	150	150	150
COMPUTER SYSTEMS 747X	-	10,245	-	1,000	-	10,245	-
ADVERTISING & MARKETING	-	-	-	3,000	-	-	-
DEPOSITS & PREPAYS	-	-	-	-	-	-	-
LEGAL FEES 7455	-	-	-	-	-	-	-
EHI FEES	-	-	-	-	-	-	-
ACCOUNTING FEES	-	-	-	-	-	-	-
CREDITORS COMMITTEE PROF FEES	-	-	-	-	-	-	-
ADEQUATE PROTECTION PAYMENT 81XX	-	23,000	-	-	-	-	23,000
TOTAL OPERATING EXPENSES	641,988	266,437	589,788	154,807	657,738	141,845	714,381
ADDITIONAL CASH OUTFLOWS							
ASSET PURCHASES	-	-	-	-	-	-	-
LOAN PAYMENTS - WELLS FARGO	-	56,620	-	7,264	-	-	56,620
EQUIPMENT FINANCE							
LOAN PAYMENTS - ENTERPRISE	44,371	-	-	-	44,371	-	-
MISCELLANEOUS	10,000	10,000	10,000	10,000	10,000	10,000	10,000
US TRUSTEE FEES	-	-	-	-	-	-	-
TOTAL ADDITIONAL CASH OUTFLOWS	54,371	66,620	10,000	17,264	54,371	10,000	66,620
TOTAL CASH DISBURSEMENTS	961,530	559,431	882,755	455,038	995,076	414,084	1,038,058
NET CASH INFLOW/(OUTFLOW)	(146,618)	(44,519)	2,830	439,914	(409,490)	171,501	(144,417)
PROJECTED LOC BALANCE							
BEGINNING LOC BALANCE	6,563,565	6,563,565	6,563,565	6,563,565	6,563,565	6,563,565	6,563,565
Less: Collections Received	-	-	-	-	-	-	-
Plus: Cash disbursements	-	-	-	-	-	-	-
ENDING LOC BALANCE	6,563,565	6,563,565	6,563,565	6,563,565	6,563,565	6,563,565	6,563,565
AVAILABILITY (OVER-ADVANCE)	(729,544)	(635,991)	(569,977)	(791,273)	(699,899)	(617,853)	(544,180)

Disclaimer: These projections are based on historical data supplied by debtor and estimates made by debtor management and EHI. Material changes in this data or estimates may substantially alter the findings. See attached List of assumptions and notes.

EXHIBIT 1
Page 1 of 3

Wall to Wall Tile and Stone, LLC

ESTIMATED CASH FLOW FORECAST POST-PETITION

120 Day Forecast - August 20th

For the weeks ending:

	10/13/2019	10/20/2019	10/27/2019	11/3/2019	11/10/2019	11/17/2019	11/24/2019	12/1/2019
DAY/WEEK #:	WEEK 8	WEEK 9	WEEK 10	WEEK 11	WEEK 12	WEEK 13	WEEK 14	WEEK 15
DATE:	PROJECTED	PROJECTED	PROJECTED	PROJECTED	PROJECTED	PROJECTED	PROJECTED	PROJECTED
Sales	642,644	642,644	642,644	655,028	704,563	704,563	704,563	422,738
Beginning Cash Balance	69,202	585,429	129,260	104,291	44,621	34,949	151,583	43,159
Cash Receipts	907,263	593,641	593,641	570,530	871,942	570,530	770,530	611,425
Cash Disbursements	(391,035)	(1,049,810)	(618,611)	(630,199)	(881,613)	(453,896)	(878,954)	(572,647)
Ending Cash Balance	585,429	129,260	104,291	44,621	34,949	151,583	43,159	81,936
CASH RECEIPTS:								
Accounts Receivable	907,263	593,641	593,641	570,530	871,942	570,530	570,530	611,425
Post-petition Financing	-	-	-	-	-	-	200,000	-
TOTAL CASH RECEIPTS	907,263	593,641	593,641	570,530	871,942	570,530	770,530	611,425
CASH DISBURSEMENTS:								
COST OF GOODS SOLD:								
MATERIAL PURCHASES	257,058	257,058	262,011	281,825	281,825	281,825	169,095	239,590
TOTAL COST OF GOODS SOLD	257,058	257,058	262,011	281,825	281,825	281,825	169,095	239,590
OPERATING COSTS:								
PAYROLL, PAYROLL TAXES, PAYROLL FEES	-	584,738	-	-	539,938	-	539,938	-
INSURANCE - W/C & HEALTH	8,900	-	280,000	-	-	8,900	-	66,100
VEHICLE	11,500	11,500	11,500	11,500	11,500	11,500	11,500	11,500
SUPPLIES	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000
INSURANCE - PROPERTY/LIABILITY	-	38,093	-	-	-	38,093	-	-
FF&E LEASE/RENTAL	-	-	3,000	-	-	-	-	3,000
FF&E NON-CAP, R&M	3,800	3,800	3,800	3,800	3,800	3,800	3,800	3,800
CUSTOMER SITE OVERHEAD	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500
LANDING COSTS - FOREIGN SERVICES	6,000	6,000	6,000	6,000	6,000	6,000	6,000	6,000
FACILITY RENT & CAM's	18,214	-	-	100,492	-	18,214	-	100,492
FACILITY REPAIR & MAINTENANCE	400	400	400	400	400	400	400	400
UTILITIES	-	13,500	-	-	-	-	13,500	-
FACILITY SERVICES	-	27,200	-	-	-	-	27,200	-
TAXES, FEES, LICENSES	500	25,500	500	500	500	500	25,500	500
TRAVEL, M&E	12,500	-	12,500	12,500	-	12,500	-	12,500
COMMUNICATION	13,500	-	-	-	-	13,500	-	-
POSTAGE & DELIVERY	575	575	575	575	575	575	575	575
CREDIT CARD MERCHANT FEES	8,500	-	-	-	-	8,500	-	-
OUTSIDE SERVICES	1,675	425	1,675	1,675	425	1,675	425	1,675
EMPLOYEE TRAINING, CONFERENCES, DUES & SUBSCRIPTIONS	150	150	150	150	150	150	150	150
COMPUTER SYSTEMS	1,000	-	-	10,245	-	1,000	-	10,245
ADVERTISING & MARKETING	3,000	-	-	-	-	3,000	-	-
DEPOSITS & PREPAYS	-	-	-	-	-	-	-	-
LEGAL FEES	-	-	-	-	-	-	-	-
EHI FEES	-	-	-	-	-	-	-	-
ACCOUNTING FEES	-	-	-	-	-	-	-	-
CREDITORS COMMITTEE PROF FEES	-	-	-	-	-	-	-	-
ADEQUATE PROTECTION PAYMENT	-	-	-	23,000	-	-	-	23,000
TOTAL OPERATING EXPENSES	116,714	738,381	346,600	197,337	589,788	154,807	655,488	266,437
ADDITIONAL CASH OUTFLOWS								
ASSET PURCHASES	-	-	-	-	-	-	-	-
LOAN PAYMENTS - WELLS FARGO	7,264	-	-	56,620	-	7,264	-	56,620
EQUIPMENT FINANCE	-	44,371	-	-	-	-	44,371	-
LOAN PAYMENTS - ENTERPRISE	-	10,000	10,000	10,000	10,000	10,000	10,000	10,000
MISCELLANEOUS	10,000	-	-	84,417	-	-	-	-
US TRUSTEE FEES	-	-	-	-	-	-	-	-
TOTAL ADDITIONAL CASH OUTFLOWS	17,264	54,371	10,000	151,037	10,000	17,264	54,371	66,620
TOTAL CASH DISBURSEMENTS	391,035	1,049,810	618,611	630,199	881,613	453,896	878,954	572,647
NET CASH INFLOW/(OUTFLOW)	516,227	(456,169)	(24,970)	(59,669)	(9,672)	116,634	(108,424)	38,778
PROJECTED LOC BALANCE								
BEGINNING LOC BALANCE	6,563,565	6,563,565	6,563,565	6,563,565	6,563,565	6,563,565	6,563,565	6,563,565
Less: Collections Received	-	-	-	-	-	-	-	-
Plus: Cash disbursements	-	-	-	-	-	-	-	-
ENDING LOC BALANCE	6,563,565	6,563,565	6,563,565	6,563,565	6,563,565	6,563,565	6,563,565	6,563,565
AVAILABILITY (OVER-ADVANCE)	(735,260)	(698,508)	(659,526)	(594,295)	(748,065)	(647,540)	(597,744)	(546,896)

Disclaimer: These projections are based on historical data supplied by debtor and estimates made by debtor management and EHI. Material changes in this data or estimates may substantially alter the findings. See attached List of assumptions and notes.

EXHIBIT 1
Page 2 of 3

Wall to Wall Tile and Stone, LLC

ESTIMATED CASH FLOW FORECAST POST-PETITION

120 Day Forecast - August 20th

For the weeks ending:

	12/8/2019	12/15/2019	12/22/2019	12/29/2019
DAY/WEEK #:	WEEK 16	WEEK 17	WEEK 18	WEEK 19
DATE:	PROJECTED	PROJECTED	PROJECTED	PROJECTED
Sales	598,975	598,975	598,975	479,180
Beginning Cash Balance	81,936	28,983	551,763	259,407
Cash Receipts	811,425	934,441	611,425	922,738
Cash Disbursements	(864,378)	(411,661)	(903,781)	(1,085,893)
Ending Cash Balance	28,983	551,763	259,407	96,251
CASH RECEIPTS:				
Accounts Receivable	611,425	934,441	611,425	422,738
Post-petition Financing	200,000	-	-	500,000
TOTAL CASH RECEIPTS	811,425	934,441	611,425	922,738
CASH DISBURSEMENTS:				
COST OF GOODS SOLD:				
MATERIAL PURCHASES	239,590	239,590	191,672	95,836
TOTAL COST OF GOODS SOLD	239,590	239,590	191,672	95,836
OPERATING COSTS:				
PAYROLL, PAYROLL TAXES, PAYROLL FEES	539,938	-	539,938	-
INSURANCE - W/C & HEALTH	-	8,900	-	66,100
VEHICLE	11,500	11,500	11,500	11,500
SUPPLIES	25,000	25,000	25,000	25,000
INSURANCE - PROPERTY/LIABILITY	-	38,093	-	-
FF&E LEASE/RENTAL	-	-	-	3,000
FF&E NON-CAP, R&M	3,800	3,800	3,800	3,800
CUSTOMER SITE OVERHEAD	1,500	1,500	1,500	1,500
LANDING COSTS - FOREIGN SERVICES	6,000	6,000	6,000	6,000
FACILITY RENT & CAM's		18,214		100,492
FACILITY REPAIR & MAINTENANCE	400	400	400	400
UTILITIES	-	-	13,500	-
FACILITY SERVICES	-	-	27,200	-
TAXES, FEES, LICENSES	500	500	25,500	500
TRAVEL, M&E	-	12,500	-	12,500
COMMUNICATION	-	13,500	-	-
POSTAGE & DELIVERY	575	575	575	575
CREDIT CARD MERCHANT FEES		8,500		
OUTSIDE SERVICES	425	1,675	2,675	1,675
EMPLOYEE TRAINING, CONFERENCES, DUES & SUBSCRIPTIONS	150	150	150	150
COMPUTER SYSTEMS	25,000	1,000	-	10,245
ADVERTISING & MARKETING	-	3,000	-	-
DEPOSITS & PREPAYS	-	-	-	-
LEGAL FEES	-	-	-	220,000
EHF FEES	-	-	-	210,000
ACCOUNTING FEES	-	-	-	52,000
CREDITORS COMMITTEE PROF FEES	-	-	-	175,000
ADEQUATE PROTECTION PAYMENT				23,000
TOTAL OPERATING EXPENSES	614,788	154,807	657,738	923,437
ADDITIONAL CASH OUTFLOWS				
ASSET PURCHASES		7,264		56,620
LOAN PAYMENTS - WELLS FARGO				
EQUIPMENT FINANCE			44,371	
LOAN PAYMENTS - ENTERPRISE	10,000	10,000	10,000	10,000
MISCELLANEOUS				
US TRUSTEE FEES				
TOTAL ADDITIONAL CASH OUTFLOWS	10,000	17,264	54,371	66,620
TOTAL CASH DISBURSEMENTS	864,378	411,661	903,781	1,085,893
NET CASH INFLOW/(OUTFLOW)	(52,954)	522,781	(292,356)	(163,156)
PROJECTED LOC BALANCE				
BEGINNING LOC BALANCE	6,563,565	6,563,565	6,563,565	6,563,565
Less: Collections Received	-	-	-	-
Plus: Cash disbursements	-	-	-	-
ENDING LOC BALANCE	6,563,565	6,563,565	6,563,565	6,563,565
AVAILABILITY (OVER-ADVANCE)	(656,689)	(908,289)	(939,189)	(871,700)

Disclaimer: These projections are based on historical data supplied by debtor and estimates made by debtor management and EHI. Material changes in this data or estimates may substantially alter the findings. See attached List of assumptions and notes.

EXHIBIT 1
Page 3 of 3

EXHIBIT 2

WALL TO WALL TILE AND STONE, LLC AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEET
(SEE INDEPENDENT ACCOUNTANTS' REVIEW REPORT)

ASSETS

December 31, 2016

Current assets

Cash	\$ 1,095,641
Accounts receivable, net	2,563,437
Inventories	3,280,260
Prepaid expenses and other current assets	293,579

Total current assets 7,232,917

Property and equipment, net

5,101,505

Deposits and other noncurrent assets

65,441

\$ 12,399,863

LIABILITIES AND MEMBER'S EQUITY

Current liabilities

Line of credit	\$ 946,051
Current portion of long-term debt	589,763
Current portion of capital lease obligations	52,901
Accounts payable	4,877,397
Accrued expenses	957,631
Deferred rent and lease incentives	49,725
Billings in excess of costs and estimated earnings on uncompleted contracts	976,635

Total current liabilities 8,450,103

Deferred rent and lease incentives

219,973

Long-term debt, net of current portion

2,793,342

Capital lease obligations, net of current portion

180,826

11,644,244

Commitments and contingencies

Member's equity

Wall to Wall Tile and Stone, LLC	1,820,463
Noncontrolling interests	(1,064,844)

755,619

\$ 12,399,863

WALL TO WALL TILE AND STONE, LLC AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF OPERATIONS
(SEE INDEPENDENT ACCOUNTANTS' REVIEW REPORT)

Year Ended, December 31, 2016	Amount	Percentage of revenues
Revenues	\$ 31,978,076	100.0%
Cost of revenues	28,437,933	88.9
Gross profit	3,540,143	11.1
Selling, general and administrative	4,033,286	12.6
Loss from operations	(493,143)	(1.5)
Other income (expense)		
Interest expense	(115,600)	(0.4)
Gain on sale of assets	34,904	0.1
	(80,696)	(0.3)
Net loss	(573,839)	(1.8)
Net loss attributable to noncontrolling interests	1,056,423	3.3
Net income attributable to Wall to Wall Tile and Stone, LLC	\$ 482,584	1.5%

WALL TO WALL TILE AND STONE, LLC AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
(SEE INDEPENDENT ACCOUNTANTS' REVIEW REPORT)

Draft for Management Discussion
Only; Engagement is Incomplete;
Draft is Subject to Revision and
NOT for Distribution

ASSETS

December 31,	2018	2017
Current assets		
Cash	\$ 1,670	\$ 22,083
Accounts receivable, net	3,455,779	2,639,159
Inventories, net	9,317,203	9,949,368
Prepaid expenses and other current assets	144,888	132,900
Total current assets	12,919,540	12,743,510
Property and equipment, net	4,264,049	4,778,386
Deposits and other noncurrent assets	180,376	97,273
	\$ 17,363,965	\$ 17,619,169

LIABILITIES AND MEMBER'S EQUITY (DEFICIT)

Current liabilities		
Line of credit	\$ 6,845,851	\$ 1,756,051
Current portion of long-term debt	781,155	797,160
Current portion of capital lease obligations	60,121	56,528
Current portion of legal settlement obligation	3,300,000	
Accounts payable	6,172,671	7,954,867
Accrued expenses	886,371	786,072
Current portion of deferred rent	61,620	43,686
Unearned revenue	862,542	290,910
Total current liabilities	18,970,331	11,685,274
Long-term debt, net of current portion	3,954,008	2,177,538
Capital lease obligations, net of current portion	63,943	124,061
Legal settlement obligation, net of current portion	1,200,000	1,500,000
Deferred rent, net of current portion	221,122	281,422
	24,409,404	15,768,295
Commitments and contingencies		
Member's equity (deficit)		
Wall to Wall Tile and Stone, LLC	(8,229,618)	2,851,323
Noncontrolling interests	1,184,179	(1,000,449)
Consolidated	(7,045,439)	1,850,874
	\$ 17,363,965	\$ 17,619,169

WALL TO WALL TILE AND STONE, LLC AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF OPERATIONS
(SEE INDEPENDENT ACCOUNTANTS' REVIEW REPORT)

Years Ended December 31,	2018		2017	
	Amount	Percentage of revenues	Amount	Percentage of revenues
Revenues	\$ 37,119,120	100.0%	\$ 35,902,808	100.0%
Cost of revenues	31,446,801	84.7	28,927,071	80.6
Gross profit	5,672,319	15.3	6,975,737	19.4
Selling, general and administrative	5,359,084	14.4	4,639,715	12.9
Income from operations	313,235	0.9	2,336,022	6.5
Other income (expense)				
Interest expense	(476,414)	(1.3)	(238,748)	(0.7)
Gain (loss) on sale of assets	(6,540)		82,210	0.2
Legal settlement and related expenses	(8,183,534)	(22.0)	(692,704)	(1.9)
	(8,666,488)	(23.3)	(849,242)	(2.4)
Net income (loss)	(8,353,253)	(22.4)	1,486,780	4.1
Less net income attributable to noncontrolling interests	2,201,692	5.9	116,289	0.3
Net income (loss) attributable to Wall to Wall Tile and Stone, LLC	(\$ 10,554,945)	(28.3%)	\$ 1,370,491	3.8%

WALL TO WALL TILE AND STONE, LLC AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF OPERATIONS
FOR THE PERIOD ENDED JULY 31, 2019

Revenues	18,863,310
Cost of Revenues	<u>13,799,765</u>
Gross Profit	5,063,546
Selling, general and administrative	<u>8,517,345</u>
Income from operations	(3,453,799)
Other income (expense)	
Interest expense	(413,846)
Other expense	3,231
Interest income	8,365
Gain (loss) on sale of assets	(551,582)
Legal settlement and related expenses	<u>-</u>
Total other income (expense)	<u>(953,832)</u>
Net Income (loss)	<u><u>(4,407,631)</u></u>

* Numbers may not add to due rounding

WALL TO WALL TILE AND STONE, LLC AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
AS OF JULY 31, 2019

ASSETS

Current Assets

Cash	209,447
Accounts receivable, net	3,091,471
Inventories, net	8,349,253
Prepaid expenses and other current assets	499,411

Total Current Assets 12,149,582

Property and equipment, net 4,451,708

Deposits and other noncurrent assets 90,187

Total Assets 16,691,477

LIABILITIES AND MEMBER'S EQUITY (DEFICIT)

Current liabilities

Line of credit	6,563,565
Current portion of long-term debt	668,895
Current portion of capital lease obligation	54,613
Current portion of legal settlement obligation	3,300,000
Accounts payable	723,894
Accrued expenses	5,974,829
Current portion of deferred rent	61,620
Unearned revenue	1,157,407

Total current liabilities 18,504,822

Long-term debt, net of current portion 6,819,671

Capital lease obligations, net of current portion 1,581,485

Legal settlement obligation, net of current portion 1,200,000

Deferred rent, net of current portion 221,122

Total Liabilities 28,327,100

Member's equity (deficit)

Wall to Wall Tile and Stone, LLC (11,635,623)

Noncontrolling interests

Total Members Equity (11,635,623)

Total Liabilities and Members Equity 16,691,477

* Numbers may not add to due rounding

1 **CERTIFICATE OF SERVICE**

2 I hereby certify that I served the foregoing **DEBTORS' CASE**
3 **MANAGEMENT CONFERENCE DOCUMENTS** on the parties indicated as "ECF" on the
4 attached List of Interested Parties by electronic means through the Court's Case
Management/Electronic Case File system on the date set forth below.

5 In addition, I served the foregoing on the parties indicated as "Non-ECF" on the
6 attached List of Interested Parties by mailing copies thereof in sealed, first-class postage prepaid
envelopes, addressed to the parties' last-known address and depositing in the U.S. mail at
Portland, Oregon on the date set forth below.

7 DATED this 13th day of August, 2019.

8 TONKON TORP LLP

9
10 By /s/ Albert N. Kennedy

11 Albert N. Kennedy, OSB NO. 821429

12 Timothy J. Conway, OSB No. 851752

13 Michael W. Fletcher, OSB No. 010448

14 Ava L. Schoen, OSB No. 044072

15 Attorneys for Debtors

16 040202/00003/10259144v2

CONSOLIDATED LIST OF INTERESTED PARTIES

***In re Wall to Wall Tile & Stone, LLC, Wall to Wall Tile & Stone-Oregon LLC,
and Wall to Wall Tile & Stone-Idaho LLC***
U.S. Bankruptcy Court Case No. 19-32600-dwh11 LEAD CASE
(Jointly Administered with Case Nos. 19-32599-dwh11 and 19-32603-dwh11)

ECF PARTICIPANTS

- TIMOTHY J CONWAY tim.conway@tonkon.com, candace.duncan@tonkon.com; spencer.fisher@tonkon.com
- MICHAEL W FLETCHER michael.fletcher@tonkon.com, leslie.hurd@tonkon.com; spencer.fisher@tonkon.com
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- US TRUSTEE, PORTLAND USTPRegion18.PL.ECF@usdoj.gov

NON-ECF PARTICIPANTS

SECURED CREDITORS

Baffco Enterprises, LLC
POB 1683
Brush Prairie, WA 98606

Enterprise FM Trust
20400 SW Teton Ave.
Tualatin, OR 97062

PROPERTY TAX ENTITIES

Clark County Treasurer
POB 9808
Vancouver, WA 98666-8808

King County Assessments Dept.
500 4th Ave. S. #708
Seattle, WA 98104

Ada County Assessor
190 E. Front St. #107
Boise, ID 83702

Deschutes County Tax Collector
POB 7559
Bend, OR 97701

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